

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

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|---|---|-------------------------------|
| In re: | § | |
| | § | Chapter 11 |
| | § | |
| FIELDWOOD ENERGY LLC, <i>et al.</i>, | § | Case No. 20-33948 (MI) |
| | § | |
| Debtors.¹ | § | (Jointly Administered) |
| | § | |

**ORDER GRANTING SECOND INTERIM FEE APPLICATION OF HOULIHAN
LOKEY CAPITAL, INC AS FINANCIAL ADVISOR AND INVESTMENT
BANKER TO THE DEBTORS FOR ALLOWANCE OF
(I) COMPENSATION FOR SERVICES RENDERED FOR THE PERIOD OF
NOVEMBER 1, 2020 THROUGH JANUARY 31, 2021 AND
(II) COMPENSATION RELATED TO THE DIP FINANCING**

This case came before the court on the second interim fee application (the “**Application**”) submitted by Houlihan Lokey Capital, Inc. (“**Houlihan Lokey**”) for allowance and approval of compensation and reimbursement of out-of-pocket expenses incurred as investment banker to the Debtors.

Based on the Application,

IT IS ORDERED THAT:

1. Houlihan Lokey’s request for the allowance and approval of compensation for financial advisory and investment banking services rendered to the Debtors and reimbursement of

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

out-of-pocket expenses incurred during the period from November 1, 2020 through January 31, 2021 (the “**Second Interim Period**”) and related to the debtor-in-possession financing (the “**DIP Financing**”) is hereby approved in the amount of \$1,454,675.38².

2. The Debtors are authorized and directed to pay Houlihan Lokey all unpaid amounts approved pursuant to this Order.

3. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

4. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: _____, 2021

MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE

² The amount to be paid to Houlihan Lokey on account of the Second Interim Period and the DIP Financing Transaction Fee is \$1,452,901.57 (after applying the outstanding expense retainer of \$1,773.81).